Burnaby Velodrome Club

Summary of proposed bylaws changes from 2023

Prepared 7 October 2026 | Document comparison of BVC_Bylaws_2023.pdf (2023 baseline) and 2026-BVC-Bylaws-proposed-clean.

Overview

The proposal is a comprehensive rewrite, not simply a renumbering. It expands the bylaws from 12 to 14 Parts, changes who qualifies as a member and who votes, creates Board-led discipline and expulsion procedures, increases general-meeting quorum, enables electronic and advance participation, and adds director limits, financial controls, privacy provisions and transition rules.

Important continuity: staggered two-year director terms and Board selection of officers already appear in the 2023 document. They are retained and elaborated, rather than introduced for the first time in 2026.

Most consequential changes

- Membership is no longer conferred simply by program participation: admission, payment and acceptance are required. Voting and director eligibility are limited to adult Voting Members in good standing.
- The Board gains initial expulsion authority. Member oversight shifts from a required initial special-resolution vote to an optional requested review, where an ordinary resolution must confirm the expulsion.
- General-meeting quorum rises from a default of five members to 10 or 10% of Voting Members, whichever is greater, capped at 25. The reduced-quorum adjourned-meeting exception remains.
- Directors face a new 11-seat ceiling, a three-consecutive-full-term default limit, attendance-based loss of office and capped vacancy appointments.
- Online/hybrid meetings and advance mail/electronic voting become expressly authorized; mandatory financial policies and clearer records/notice rules are added.

Detailed comparison

Structure and interpretation

2023: Parts 1–12; §§1–4 | **2026:** Parts 1–14; §§1.1–1.6

Reorganizes and renumbers the bylaws; references the Societies Act rather than the Society Act; adds definitions, an Act/constitution/bylaws hierarchy, and inclusive language. Failure to follow Robert's Rules does not invalidate proceedings unless the chair rules otherwise.

Membership classes and rights

2023: §§7–9, 11, 35, 38 | **2026:** §§2.2–2.3, 6.3

Creates Voting (18+), Junior (under 18), and Honorary classes. Only Voting Members in good standing vote or serve as directors. Junior and Honorary Members may speak only with the chair's permission. Juniors become Voting Members at 18 if otherwise in good standing. The old "full member" wording and conditional corporate-representative voting provision are not carried forward.

Joining the Club

2023: §§6–8 | **2026:** §§2.4–2.6

Requires an application, required waiver, applicable annual fee, and acceptance by the Board or its delegate. Program participation alone expressly does not confer membership, unlike the broad 2023 wording. Adds reasonable grounds for refusal and written notice of the decision; requires postal and email addresses.

Renewal and good standing

2023: §§10–12, 16 | **2026:** §§2.7–2.12

Adds expiry at the end of a Board-set membership year unless renewed, optional renewal grace periods and reinstatement, non-transferability, and detailed membership-register requirements. Suspension now affects good standing, in addition to unpaid fees/debts. Duties expand to Club policies, cycling-body rules and applicable safe-sport codes.

Discipline authority

2023: §§13–15 | **2026:** Part 3, especially §§3.2–3.10

Adds a full complaints and discipline framework. The Board can warn, impose participation conditions, suspend membership rights for up to 24 months, or expel. Ordinary discipline requires a majority of directors voting; expulsion requires at least two-thirds of directors present and eligible to vote. In 2023, expulsion required a members' special resolution at a general meeting.

Discipline safeguards

2023: §§14–15 | **2026:** §§3.3–3.8, 3.10A–3.11, 3.16

Adds conflict exclusions, possible informal resolution, safe-sport referrals, written allegations and proposed sanctions, at least 14 days to respond, an opportunity to appear with a support person/representative, and written reasons within 14 days of decision. Independent expulsion review is discretionary; for serious allegations it is recommended ("should"), not an absolute requirement.

Interim suspension and expulsion review

2023: No equivalent interim-suspension or appeal process | **2026:** §§3.6, 3.12–3.15

Allows interim suspension for safety/facility risks, reviewed at least every 60 days. An expelled member has 30 days to request Voting Member review. The Board must call a meeting, or use the next AGM if within 90 days. Expulsion remains effective pending review; an ordinary resolution must confirm it or the member is reinstated, subject to a possible lesser sanction. Member special-resolution expulsion and external remedies remain available.

General meeting notice and member initiatives

2023: §§17–23, 94 | **2026:** §§4.1–4.4, 4.7, 12.3

Adds 14–60 days' meeting notice, electronic participation details and the full text of proposed special resolutions. Specifies 10% of Voting Members to requisition a general meeting and 5% for member proposals. Notice entitlement changes from all registered members to Voting Members, directors and the auditor if applicable, with parent/guardian notices for Junior Member matters under §2.6.

AGM timing and agenda

2023: §§22–23 | **2026:** §§4.1, 4.6

Retains an AGM each calendar year but removes the express maximum 15-month interval, instead referring to the Act. Replaces the special-business list with an AGM agenda including quorum, agenda approval and previous minutes. Special resolutions still require notice.

General meeting quorum

2023: §§24–27 | **2026:** §§5.1–5.3

Changes default quorum from five members (or a higher number members determine) to the greater of 10 Voting Members and 10% of Voting Members, capped at 25. Electronic attendees count. Retains the next-week adjournment mechanism and the rule that those present at the reconvened meeting constitute quorum if the normal quorum is still absent after 30 minutes.

Electronic and advance voting

2023: §§35–37; §56 covers directors/committees | **2026:** §§4.5, 5.7–5.11

Expressly permits hybrid/online general meetings, Board-authorized advance mail/electronic voting, and member resolutions without a meeting as permitted by the Act. Secret ballots can be directed by the chair or requested by at least 10% present; contested director elections require a secret ballot. One vote per eligible member, no proxies and no chair's extra tie-breaking vote are retained.

Adjournment and chair

2023: §§28–32 | **2026:** §§5.4–5.5

Changes the adjournment period triggering fresh notice from 10 to 30 days. If no director is available and willing to chair, Voting Members may choose one of their number or another person; 2023 required a member to be chosen.

Board size and qualifications

2023: §§9, 41–42 | **2026:** §§6.2–6.4

Retains a five-director minimum but adds an 11-director maximum, with the number determined by ordinary resolution. Adds Voting Member status, age 18+, Act qualifications, written consent, at least one BC-resident director, and a maximum one-third of directors who are employees or paid service contractors. Section 6.2 still contains an unresolved "[insert approved number]" placeholder.

Elections and term limits

2023: §§43–46 | **2026:** §§6.5–6.7

Retains staggered two-year director terms and holdover if successors are not elected. Adds advance and floor nominations, acclamation when nominees do not exceed vacancies, and a maximum three consecutive full terms followed by at least one year off unless Voting Members resolve otherwise. Allows one-year transitional terms. The express separate-election requirement for each position is removed.

Board vacancies and loss of office

2023: §§47–51 | **2026:** §§6.8–6.11, 6.8A

Replaces the obligation to fill a departed director's vacancy with discretionary appointment of qualified Voting Members for non-expiry vacancies, normally capped at one-third of directors then in office. Adds a minimum-appointment exception to restore quorum. Adds loss of office for lost qualifications or three consecutive unexcused absences. Appointees still serve only until the next AGM; member removal remains by special resolution.

Director expenses and conflicts

2023: §52; no express conflicts clause | **2026:** §§6.12–6.13

Changes reimbursement from "must" to "may," under a Board-approved policy. Retains the ban on payment for acting as a director. Adds express material-interest disclosure and Act-based abstention/withdrawal obligations.

Board meeting requirements

2023: §§53–59, 66 | **2026:** §§7.1–7.5

Requires at least four Board meetings annually and normally seven days' written notice, with specified exceptions. A president or two directors can call a meeting; the secretary must call one on two directors' request, replacing the one-director request right. Fixes quorum at a majority rather than allowing the Board to set it. Reduces the wait for an absent president from 30 to 15 minutes.

Board decisions outside meetings

2023: §§56, 67–70 | **2026:** §§7.6–7.9

Retains unanimous written Board resolutions but expressly allows email consent, requires circulation to every director, states that silence is not consent, and specifies effective date and filing with minutes. Electronic meeting participants count as present. The old requirement to confirm electronic business in the next meeting's minutes is not repeated.

Committees

2023: §§60–65 | **2026:** Part 8

Adds non-delegable powers: filling Board vacancies, making/amending bylaws or Board policies, approving annual financial statements and expelling members. Retains director-majority composition for delegated-power committees, while expressly allowing advisory committees to include non-members. Reduces the committee-chair absence wait from 30 to 15 minutes.

Officers and responsibilities

2023: §44a; §§71–78 | **2026:** Part 9

Retains Board election of president, vice president, secretary and treasurer from directors, but schedules election at the first Board meeting after each AGM and provides holdover until successors, Board removal and vacancy filling. Only secretary/treasurer offices may be combined. Removes the president's express CEO designation, adds spokesperson duties, secretary filing/director-register duties, and explicit AGM financial-statement responsibilities. Duties may be delegated with continued supervision.

Borrowing and signing

2023: §§79–83 | **2026:** §§10.1–10.4

Retains special-resolution approval for debentures. Removes the rule that member-imposed borrowing restrictions expire at the next AGM. Adds a Board-set financial year, signatures by two directors or Board-authorized persons, valid electronic signatures and mandatory financial-control policies. Makes the seal expressly optional and removes the default president/secretary witnessing rule.

Records, privacy and protection

2023: §§74–75; no equivalent inspection/indemnity clauses | **2026:** §§10.5–10.6

Adds Act-based record keeping and Voting Member inspection/copy rights, privacy conditions and permitted access restrictions, possible personal-information undertakings, discretionary indemnification and directors'/officers' insurance.

Auditor

2023: §§84–90 | **2026:** Part 11

Clarifies member appointment by ordinary resolution, Board vacancy appointment until the next AGM, and permitted statutory waiver procedures. Retains removal by ordinary resolution and director/employee ineligibility. Expressly grants meeting notice entitlement. The old prompt written appointment/removal notification clause is not repeated.

Notice delivery

2023: §§91–95 | **2026:** Part 12

Clarifies deemed receipt: personal delivery that day, email the following day unless delivery failure is reported, mail on the fifth day. The 2023 second-day clause combined mail/electronic wording ambiguously. Website/social-media posting is supplemental, not a substitute for required notice.

Publication, adoption and transition

2023: §§96–98; §40 protects certain prior acts | **2026:** Part 13

Retains free electronic copies and special-resolution amendment. Website publication becomes mandatory. Expressly says alterations take effect on Registrar filing, replaces previous bylaws, preserves prior acts and existing director terms, requires a written staggered-term schedule and provides officer transition rules.

Dissolution

2023: No equivalent bylaw provision | **2026:** §14.1

Adds a clause directing remaining property after debts/liabilities to be dealt with under the Societies Act; does not name a recipient organization.

What remains substantially unchanged

An AGM each calendar year; staggered two-year elected director terms; a minimum of five directors; Board selection of the four principal officers; one vote per eligible voting member; no proxy voting; no additional chair's tie-breaking vote; motions need not be seconded; member removal of directors by special resolution; no remuneration for acting as a director; special-resolution approval for debentures; optional auditor arrangements; and free electronic copies of the constitution and bylaws. Many of these retained rules now have additional conditions or procedures.